### **ATTACHMENT 5**

Forty-Fifth Omnibus Objection (Non-Substantive) of the Puerto Rico Highways and Transportation Authority and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico to Deficient and Incorrect Debtor Claims:

Amended Exhibit D (Proposed Order) and Exhibit A (Schedule of Claims Subject to the Forty-Fifth Omnibus Objection)

# UNITED STATES DISTRICT COURT FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO.

as representative of

THE COMMONWEALTH OF PUERTO RICO, et al..

Debtors.<sup>1</sup>

PROMESA Title III

No. 17 BK 3283-LTS

(Jointly Administered)

This filing relates to HTA and ERS.

ORDER GRANTING THE FORTY-FIFTH OMNIBUS OBJECTION (NON-SUBSTANTIVE) OF THE PUERTO RICO HIGHWAYS AND TRANSPORTATION AUTHORITY AND THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO TO DEFICIENT AND INCORRECT DEBTOR CLAIMS

Upon the Forty-Fifth Omnibus Objection (Non-Substantive) of the Puerto Rico Highways and Transportation Authority and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico to Deficient and Incorrect Debtor Claims ("Forty-Fifth Omnibus Objection")<sup>2</sup> filed by the Puerto Rico Highways and Transportation Authority ("HTA") and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (the "ERS"), dated June 6, 2019, for entry of an order disallowing in their entirety certain claims filed

The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the "Commonwealth") (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA" and together with the Commonwealth, COFINA, HTA, and ERS, the "Debtors") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

<sup>&</sup>lt;sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Forty-Fifth Omnibus Objection.

against HTA and ERS, as more fully set forth in the Forty-Fifth Omnibus Objection and supporting exhibits thereto; and the Court having jurisdiction to consider the Forty-Fifth Omnibus Objection and to grant the relief requested therein pursuant to PROMESA section 306(a); and venue being proper pursuant to PROMESA section 307(a); and due and proper notice of the Forty-Fifth Omnibus Objection having been provided to those parties identified therein, and no other or further notice being required; and each of the claims identified in Exhibit A hereto (collectively, the "Deficient and Incorrect Debtor Claims") being partially deficient and partially filed in the wrong case; and the Court having determined that the relief sought in the Forty-Fifth Omnibus Objection is in the best interest of HTA, ERS, and their creditors, and all the parties in interest; and the Court having determined that the legal and factual bases set forth in the Forty-Fifth Omnibus Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Forty-Fifth Omnibus Objection is GRANTED as set forth herein; and it is further

ORDERED that the claims identified in the column titled "Asserted" in Exhibit A hereto are hereby reclassified in part to be claims asserted against another of the Debtors, as set forth in the column titled "Corrected" in Exhibit A hereto; and it is further

ORDERED that the Debtors' right to object to the Reclassified Claims is reserved; and it is further

ORDERED that Prime Clerk, LLC, is authorized and directed, in the official claims register in the Title III Cases, to move the portions of each of the Deficient and Incorrect Debtor Claims from the HTA Title III Case or ERS Title III Case, as applicable, to the Title III case(s) for another of the Debtors, as identified in the column titled "Corrected" in Exhibit A hereto; and it is further

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ORDERED that, to the extent the Deficient and Incorrect Debtor Claims failed to provide

a basis for asserting a claim against HTA or ERS, and thus are deficient, the claims are hereby

disallowed; and it is further

ORDERED that Prime Clerk, LLC, is authorized and directed to delete the deficient portion

of each of the Deficient and Incorrect Debtor Claims from the official claims register in the HTA

Title III Case or ERS Title III Case, as applicable; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising

from or related to the implementation, interpretation, or enforcement of this Order.

Honorable Judge Laura Taylor Swain United States District Judge

## EXHIBIT A

Schedule of Claims Subject to the Forty-Fifth Omnibus Objection

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## **Exhibit A - Incorrect Debtor + Deficient**

			A	SSERTED		CO	RRECTED	
	NAME	CLAIM#	DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
1	FUTURE HABITAT INC P.O BOX 1447 SABANA HOYOI, PR 00688	48810	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	of Unsecured	Undetermined*	Puerto Rico Electric Power Authority	Unsecured	Undetermined*
	Reason: Proof of claim purports to asset issue show that any liability for this po issued by the Puerto Rico Sales Tax Fi claimant purports to assert, in part, liab documentation for asserting a claim ag	ortion of the nancing Con pilities assoc	claim would lie, if at all, under Pu poration ("COFINA") and failed is iated with mutual funds and/or bo	nerto Rico Electric to provide a basis f and(s) not issued by	Power Authority. In add for asserting a claim againg ERS or any of the other	lition, claimant purports to assert, inst ERS based on bonds issued by r Title III debtors, and fails to pro	in part, liability assy y another of the Deb vide any basis or su	ociated with bonds otors. In addition,
2	FUTURE HABITAT, INC PO BOX 1447 SABANA HOYOS, PR 00688	33889	Puerto Rico Highways and Transportation Authority	Unsecured	Undetermined*	Puerto Rico Electric Power Authority	Unsecured	Undetermined*
	Reason: Proof of claim purports to asset at issue show that any liability for this issued by the Puerto Rico Sales Tax Fi claimant purports to assert, in part, liab documentation for asserting a claim ag	portion of the nancing Con pilities assoc	ne claim would lie, if at all, under poration ("COFINA") and failed intended with mutual funds and/or bo	Puerto Rico Electr to provide a basis f and(s) not issued by	ic Power Authority. In a for asserting a claim again HTA or any of the other	ddition, claimant purports to asse inst HTA based on bonds issued b er Title III debtors, and fails to pro	rt, in part, liability a by another of the De ovide any basis or su	associated with bonds btors. In addition, apporting
3	GUJAVARTY, KRISHNA 49 DOLPHIN LANE EAST COPIAGUE, NY 11726	4501	Puerto Rico Highways and Transportation Authority	Unsecured	\$40,328.00	Commonwealth of Puerto Rico	Unsecured	\$25,000.00
	Reason: Proof of claim purports to assauny liability for this portion of the claim Sales Tax Financing Corporation ("CO	m would lie,	if at all, under Commonwealth of	f Puerto Rico. In ac	ldition, claimant purport	ts to assert, in part, liability associ		
4	ORTIZ RAMIREZ DE ARELLANO, CECILE	6039	Puerto Rico Highways and	Unsecured	\$4,033,100.00*	Commonwealth of Puerto Rico	Unsecured	\$190,000.00*
	WASHINGTON 65 CONDADO		Transportation Authority			Puerto Rico Electric Power Authority	Unsecured	\$210,000.00*
	SAN JUAN, PR 00907-2106						Subtotal	\$400,000.00*
	Reason: Proof of claim purports to asset that any liability for this portion of the purports to assert, in part, liability asso bonds issued by another of the Debtors fails to provide any basis or supporting Title III debtors. In addition, proof of claim against HTA, such that the Debtors	claim would ciated with s. In addition g documenta claim purpor	I lie, if at all, under Puerto Rico E bonds issued by the Puerto Rico S a, claimant purports to assert, in pa- tion for asserting a claim against I tts to assert, in part, liabilities asso	Electric Power Auth Sales Tax Financing art, liabilities assoc HTA, such that the ociated with bond(s	nority for \$210,000 and I g Corporation ("COFINA stated with mutual funds Debtors are unable to do and/or money loaned b	Puerto Rico Electric Power Autho A") and failed to provide a basis for and/or bond(s) not issued by HTA etermine whether claimant has a vot but fails to provide any basis or su	ority for \$190,000. In or asserting a claim A or any of the other valid claim against I	n addition, claimant against HTA based on r Title III debtors, and HTA or any of the othe
5	ORTIZ RAMIREZ DE ARELLANO, CECILE	6142	Employees Retirement System of	of Unsecured	\$4,033,100.00*	Commonwealth of Puerto Rico	Unsecured	\$190,000.00*
	WASHINGTON 65 CONDADO		the Government of the Commonwealth of Puerto Rico			Puerto Rico Electric Power Authority	Unsecured	\$210,000.00*
	SAN JUAN, PR 00907-2106						Subtotal	\$400,000.00*

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#### Forty-Fifth Omnibus Objection Exhibit A - Incorrect Debtor + Deficient

ASSERTED

		ASSERTED			OKKECTED		
NAME CLAIM#	DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT	

Reason: Proof of claim purports to asserts liabilities of \$400,000 against ERS, but the proof of claim, supporting documentation, and/or review of the CUSIP information for the bond(s) at issue show that any liability for this portion of the claim would lie, if at all, under Puerto Rico Electric Power Authority for \$210,000 and Commonwealth of Puerto Rico for \$190,000. In addition, claimant purports to assert, in part, liability associated with bonds issued by the Puerto Rico Sales Tax Financing Corporation ("COFINA") and failed to provide a basis for asserting a claim against ERS based on bonds issued by another of the Debtors. In addition, claimant purports to assert, in part, liabilities associated with mutual funds and/or bond(s) not issued by ERS or any of the other Title III debtors, and fails to provide any basis or supporting documentation for asserting a claim against ERS, such that the Debtors are unable to determine whether claimant has a valid claim against ERS or any of the other Title III debtors.

			8	-			
6	ROLLIN, STEVEN L 3716 COVERT RD WATERFORD, MI48328	2602	Employees Retirement System of Unsecured the Government of the Commonwealth of Puerto Rico	\$45,000.00	Puerto Rico Electric Power Authority	Unsecured	\$40,000.00

Reason: Proof of claim purports to asserts liabilities of \$40,000 against ERS, but the proof of claim, supporting documentation, and/or review of the CUSIP information for the bond(s) at issue show that any liability for this portion of the claim would lie, if at all, under Puerto Rico Electric Power Authority. In addition, claimant purports to assert, in part, liability associated with bonds issued by HTA an failed to provide a basis for asserting a claim against ERS based on bonds issued by another of the Debtors.

CORRECTED

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### Anexo A - Reclamaciones contra el Deudor Incorrecto y Deficientes **FORMULADAS**

			FORMULADAS		CORREGIDO			
	NOMBRE	N.º DE RECLA MACIÓN	DEUDOR	ESTADO DE PRIORIDAD	IMPORTE	DEUDOR	ESTADO DE PRIORIDAD	IMPORTE
1	FUTURE HABITAT INC P.O BOX 1447 SABANA HOYOI, PR 00688	48810	Sistema de Retiro de los Empleados del Gobierno del Estado Libre Asociado de Puerto Rico	No Garantizada	Indeterminado*	Autoridad de Energía Eléctrica e Puerto Rico	de No Garantizada	Indeterminado*
	Base para: La evidencia de reclamació información del CUSIP del/de los bon Rico. Además, el demandante pretend proporcionar un fundamento para forn vinculada a fondos mutuos y/o uno o respaldo para formular una reclamació otro de los deudores al amparo del Tít	os en disputa e reclamar, e nular una rec más bonos no on contra el I	a indican que cualquier obligación nen en parte, obligaciones asociadas a be clamación contra el ERS, fundada e o emitidos por el ERS o por ningun	relativa a esta parte de onos emitidos por la C n bonos emitidos por o de los otros deudore	la reclamación reca Corporación del Fon- otro de los Deudores es al amparo del Títu	ería, si fuere el caso, sobre la Au do de Interés Apremiante de Puer s. Asimismo, el demandante preto llo III, pero omite proporcionar u	toridad de Energía Eléc to Rico ("COFINA") p ende reclamar, en parte n fundamento o docum	etrica de Puerto pero omite , una obligación aentación de
2	FUTURE HABITAT, INC PO BOX 1447 SABANA HOYOS, PR 00688	33889	Autoridad de Carreteras y Transportación de Puerto Rico	No Garantizada	Indeterminado*	Autoridad de Energía Eléctrica e Puerto Rico	de No Garantizada	Indeterminado*
	Base para: La evidencia de reclamación información del CUSIP del/de los bon Rico. Además, el demandante pretend proporcionar un fundamento para fornasociada a fondos mutuos y/o uno o m para formular una reclamación contra deudores al amparo del Título III.	os en disputa e reclamar, e nular una rec ás bonos no	a indican que cualquier obligación nen parte, obligaciones asociadas a belamación contra la HTA, fundada e emitidos por la HTA o por ninguno	relativa a esta parte de onos emitidos por la C en bonos emitidos por o de los otros deudores	la reclamación reca Corporación del Fon- otro de los Deudore s al amparo del Títu	ería, si fuere el caso, sobre la Au do de Interés Apremiante de Puer s. Asimismo, el demandante pret lo III, pero omite proporcionar ur	toridad de Energía Eléc to Rico ("COFINA") p ende reclamar, en parto l fundamento o documo	etrica de Puerto pero omite e, una obligación entación de respaldo
3	GUJAVARTY, KRISHNA 49 DOLPHIN LANE EAST COPIAGUE, NY 11726	4501	Autoridad de Carreteras y Transportación de Puerto Rico	No Garantizada	\$40,328.00	El Estado Libre Asociado de Puerto Rico	No Garantizada	\$25,000.00
	Base para: La evidencia de reclamació del CUSIP del/de los bonos en disputa							

demandante pretende reclamar, en parte, obligaciones asociadas a bonos emitidos por la Corporación del Fondo de Interés Apremiante de Puerto Rico ("COFINA") pero omite proporcionar un

fundamento para formular una reclamación contra la HTA, fundada en bonos emitidos por otro de los Deudores.

**CORREGIDO** 

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FORMULADAS

			FORMULADAS			CORREGIDO			
	NOMBRE	N.º DE RECLA MACIÓN	DEUDOR	ESTADO DE PRIORIDAD	IMPORTE	DEUDOR	ESTADO DE PRIORIDAD	IMPORTE	
4	ORTIZ RAMIREZ DE ARELLANO, CECILE WASHINGTON 65 CONDADO SAN JUAN, PR 00907-2106	6039	Autoridad de Carreteras y Transportación de Puerto Rico	No Garantizada	\$4,033,100.00*	Autoridad de Energía Eléctrica de Puerto Rico	No Garantizada	\$210,000.00*	
						El Estado Libre Asociado de Puerto Rico	No Garantizada	\$190,000.00*	
							Subtotal	\$400,000.00*	
5	el demandante posee o no una reclama obligación vinculada a uno o más bon que los Deudores se ven impedidos de ORTIZ RAMIREZ DE ARELLANO, CECILE	os y/o fondo	s tomados en préstamo, pero omite si el demandante posee o no una re Sistema de Retiro de los	proporcionar un fun	damento o documenta	ación de respaldo para formular una cualquier otro de los deudores al an Autoridad de Energía Eléctrica de	a reclamación contra paro del Título III.		
	CECILE WASHINGTON 65 CONDADO		Empleados del Gobierno del Estado Libre Asociado de Puerto Rico	0		Puerto Rico El Estado Libre Asociado de	No Garantizada	\$190,000.00*	
	SAN JUAN, PR 00907-2106					Puerto Rico		<b></b>	
						Subtotal	\$400,000.00*		
	Base para: La evidencia de reclamación pretende plantear una obligación de \$400,000 contra el ERS, pero la evidencia de reclamación, la documentación de respaldo y/o la revisión de la información de CUSIP del/de los bonos en disputa indican que cualquier obligación relativa a esta parte de la reclamación recaería, si fuere el caso, sobre la Autoridad de Energía Eléctrica de Puerto Rico y sobre el Estado Libre Asociado de Puerto Rico por las sumas de \$210,000 y \$190,000, respectivamente. Además, el demandante pretende reclamar, en parte, obligaciones asociadas a bonos emitidos por la Corporación del Fondo de Interés Apremiante de Puerto Rico ("COFINA") pero omite proporcionar un fundamento para formular una reclamación contra el ERS, fundada en bonos emitidos por otro de los Deudores. Asimismo, el demandante pretende reclamar, en parte, una obligación vinculada a fondos mutuos y/o uno o más bonos no emitidos por el ERS o por ninguno de los otros deudores al amparo del Título III, pero omite proporcionar un fundamento o documentación de respaldo para formular una reclamación contra el ERS, de modo que los Deudores se ven impedidos de determinar si o demandante posee o no una reclamación válida contra el ERS o contra cualquier otro de los deudores al amparo del Título III. Además, la evidencia de reclamación pretende invocar, en parte, obligaciones asociadas a uno o más bonos y/o fondos tomados en préstamo, pero omite proporcionar un fundamento o documentación de respaldo para formular una reclamación contra el ERS, de modo								

Base para: La evidencia de reclamación pretende plantear una obligación de \$40,000 contra el ERS, pero la evidencia de reclamación, la documentación de respaldo y/o la revisión de la información del CUSIP del/de los bonos en disputa indican que cualquier obligación relativa a esta parte de la reclamación recaería, si fuere el caso, sobre la Autoridad de Energía Eléctrica de Puerto Rico. Asimismo, el demandante pretende reclamar, en parte, obligaciones asociadas a bonos emitidos por la HTA, pero omite proporcionar un fundamento para formular una reclamación contra el ERS fundada en los bonos emitidos por otro de los Deudores.

No Garantizada

tal que los Deudores se ven impedidos de determinar la validez de una reclamación contra el ERS o contra cualquier otro de los deudores al amparo del Título III.

Sistema de Retiro de los

Rico

Empleados del Gobierno del

Estado Libre Asociado de Puerto

2602

ROLLIN, STEVEN L

WATERFORD, MI48328

3716 COVERT RD

\$40,000.00

\$45,000.00 Autoridad de Energía Eléctrica de No Garantizada

Puerto Rico

**CORREGIDO**